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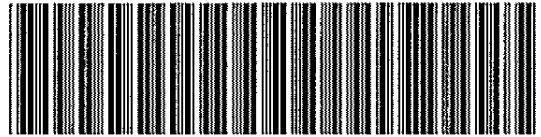
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August 16, 2005

**BY FEDERAL EXPRESS**

Florida Department of State  
409 E. Gaines Street  
Tallahassee, FL 32399

RE: *Aspen Funding Corporation*


Dear Sir or Madam:

Enclosed are an original and one copy of the Application by Foreign Corporation for Authorization to Transact Business in Florida, Certificate of Existence and check to register the above-referenced foreign corporation to transact business in Florida.

Please provide us with evidence of filing by return mail at your earliest convenience.

If you have any questions or need additional information, please do not hesitate to contact us.

Very truly yours,



Corinne P. McClure  
Corporate Paralegal

Enclosures

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT  
BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO  
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. Aspen Funding Corporation

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"  
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Georgia

(State or country under the law of which it is incorporated)

3. 58-2591975

(FEI number, if applicable)

4. 10-31-2000

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. September 2005

(Date first transacted business in Florida, if prior to registration)

(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 3182-B Glenwood Road Decatur, GA 30032

(Principal office address)

3182-B Glenwood Road Decatur, GA 30032

(Current mailing address)

8. Real Estate Transactions

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name:

Ray Co.

Office Address:

BANK OF AMERICA Tower, 50 North Laura Street

JACKSONVILLE

(City)

, Florida 32202-3661

(Zip code)

**10. Registered agent's acceptance:**

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

  
(Registered agent's signature)

Halcyon E. Skinner, President

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

**A. DIRECTORS**

Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

**B. OFFICERS**

President: John Holman

Address: 3182-B Glenwood Road  
Decatur, GA 30032

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_


Secretary: Christopher Bloor

Address: 3182-B Glenwood Road Decatur, GA 30032

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

**NOTE:** If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.   
(Signature of Director or Officer listed in number 12 of the application)

14. Christopher Bloor  
(Typed or printed name and capacity of person signing application)

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SECRETARY OF STATE  
HALL COUNTY, GEORGIA

# Secretary of State

Corporations Division

315 West Tower

#2 Martin Luther King, Jr. Dr.

Atlanta, Georgia 30334-1530

CONTROL NUMBER : 0048276  
DATE INC/AUTH/FILED: 10/31/2000  
JURISDICTION : GEORGIA  
PRINT DATE : 08/04/2005  
FORM NUMBER : 211

ASPEN FUNDING CORPORATION  
DONNA SHORES  
3182 GLENWOOD ROAD  
SUITE B  
DECATUR, GA 30032

## CERTIFICATE OF EXISTENCE

I, Cathy Cox, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that as of the above print date

ASPEN FUNDING CORPORATION  
A GEORGIA PROFIT CORPORATION

is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated.

Said entity was formed in the jurisdiction stated above; or was authorized to transact business in Georgia on the above date and has not filed articles of dissolution, certificate of cancellation or any other similar document with the Office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the print date above. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This information is electronically transmitted, issued and certified in accordance with the Georgia Electronic Records and Signatures Act and Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.

20050804135715590



Cathy Cox  
Secretary of State